

LAW OFFICES OF RICHARD A. FOGEL, PLLC

2730 STEMMONS FREEWAY

SUITE 813

DALLAS, TEXAS 75207

(214)267-9110

(214)267-9115 Fax

September 7, 2001

RECORDATION NO. 17520-RRRRR FILED

SEP 10 '01 12-08 PM

SURFACE TRANSPORTATION BOARD

Secretary
Surface Transportation Board
1925 K Street, Room 704
Washington, D.C. 20036
Attention: Recordation

RE: Documents for Recordation
Trinity Industries Leasing Company - Equipment Trust (Series 8)

Dear Ladies and Gentlemen:

On behalf of Trinity Industries Leasing Company and in accordance with the provisions of Section 11303 of the Interstate Commerce Act, as revised, and Rules and Regulations of the Surface Transportation Board ("STB") thereunder, enclosed herewith for filing and recordation are the following documents:

1. Two (2) executed originals of Termination and Release Agreement, a primary document, dated as of September 5, 2001, between Trinity Industries Leasing Company (the "Company") and Chase Bank of Texas, N.A., as successor Trustee;
2. Two (2) executed originals of a Bill of Sale, a secondary document, dated September 6, 2001 between the Bank, as Trustee ("Seller") and the Company ("Buyer").

The enclosed Termination and Release Agreement and Bill of Sale referenced in paragraphs 1 and 2, above, relate to the Equipment Trust Agreement dated as of September 9, 1991 between the Company and the Bank, as Successor Trustee, which was filed and recorded under Recordation No. 17520 on September 10, 1991, along with an Assignment and Bill of Sale under Recordation Nos. 17520-A and 17520-B, respectively.

The enclosed Bill of Sale referenced in paragraph 2, above, relates to the various railcars and the leases thereof subject to the said Equipment Trust Agreement that were released from the Equipment Trust and assigned by the said Trustee to the Company in

September 7, 2001
Page 2

complete termination of the leases of said railcars to the Company pursuant to the said Equipment Trust Agreement.

The address of Trinity Industries Leasing Company is 2000 Gardner Expressway, Quincy, Illinois 62306-0867, and the address of the Bank, the Successor Trustee, is 101 Barclay Street (21W), New York, New York 10286.

Enclosed is our firm's check in the amount of \$56.00 to cover the recordation fee.

You are hereby authorized to deliver any unneeded copies of the Termination and Release Agreement and the Bill of Sale, with the filing date noted thereon, following recordation thereof, to the representative of Washington Service Bureau who is delivering this letter and said enclosures to you.

A short summary of the documents appear in the index follows:

- (a) Primary Document. (i) Termination and Release Agreement, a primary document, dated as of September 5, 2001, between the Company and the Bank, as Trustee, and covering various railroad cars.
- (b) Secondary Document. Bill of Sale, a secondary document, dated September 6, 2001, between the Bank, as Trustee (as Seller) and the Company (as Buyer), and covering various railroad cars, and connected to the Equipment Trust Agreement dated as of September 9, 1991, and the Termination and Release Agreement dated as of September 5, 2001, referred to in paragraph (a) above.

Very truly yours,



Richard A. Fogel

RAF/sg
Enclosures

cc: Neil O. Shoop

TERMINATION AND RELEASE AGREEMENT

TERMINATION AND RELEASE AGREEMENT dated as of September 5, 2001 between The Bank of New York, as successor trustee (the "Trustee") under an Equipment Trust Agreement, dated as of September 9, 1991 (as amended and supplemented, the "Trust Agreement"), and Trinity Industries Leasing Company, a Delaware corporation (the "Company").

PRELIMINARY STATEMENT

Pursuant to the Trust Agreement, the documents described on Schedule 1 attached hereto (the "Trust Documents") were executed and delivered, and recorded as described therein.

The Trust Certificates were paid in full by the Company on September 4, 2001 and, pursuant to Section 3.03(a) and Section 5.04 of the Trust Agreement, the Company has issued its Request dated September 5, 2001 that the Trustee transfer and assign the railroad cars described in Exhibits A and B attached hereto and made a part hereof to the Company (the "Released Equipment"), and terminate and release its rights in and to the Released Equipment and the Railroad Car Lease Agreements described in Exhibit A attached hereto (the "Leases"), insofar as the Leases cover the Released Equipment.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto agree as follows:

1. The Company has tendered to the Trustee cash in an amount equal to the principal balance and accrued interest remaining to be paid on the Trust Certificates issued pursuant to the Trust Agreement; and
2. By virtue of the termination of the lease of the Trust Equipment to the Trustee, the Trustee does hereby release, quitclaim, surrender and discharge unto the Company, its successors and assigns, all of its right, title and interest in and to (i) the Released Equipment and (ii) the Leases, insofar and only insofar as the Leases cover the Released Equipment (collectively, the "Released Property"), which the Trustee has or to which the Trustee may be entitled by virtue of the Trust Documents and hereby declares that the liens and security interests in the Released Property created by the Trust Documents are fully released and discharged.

RECORDATION NO. 17520-RRRRR FILED

SEP 10 '01 12-08 PM

SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF this Termination and Release Agreement is executed this 5
day of September, 2001, but effective as of the date first written above.

THE BANK OF NEW YORK
Successor Trustee

By: [Signature]
Name: REMO J. REALE
Title: VICE PRESIDENT

Attest: [Signature]
Name: MARIE E. THIMBOLI
Title: Assistant Vice President

STATE OF NEW YORK §
§
COUNTY OF ~~DALLAS~~ §
NEW YORK

On this 5 day of September, 2001, before me personally appeared REMO J. REALE,
to me personally known, who, being by me duly sworn, says that he/she is a VICE PRESIDENT
of The Bank of New York, that the seal affixed to the foregoing instrument is the corporate seal
of said corporation, that said instrument was signed and sealed on behalf of said corporation by
authority of its Board of Directors, and he acknowledges that the execution of the foregoing
instrument was the free act and deed of said corporation.

[Seal]

[Signature]
Signature of Notary Public

My Commission expires: 5/31/03

ROBERT SCHNECK
Notary Public, State of New York
No. 4746935
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires May 31, 2003

TRINITY INDUSTRIES LEASING
COMPANY

By: Neil O. Shoop
Neil O. Shoop
Treasurer

Attest:

Michael G. Fortado
Michael G. Fortado
Secretary

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

On this 5 day of September, 2001, before me personally appeared Neil O. Shoop, to me personally known, who, being by me duly sworn, says that he is Treasurer of Trinity Industries Leasing Company, a Delaware corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

[Seal]

Shannon Gray
Signature of Notary Public
My Commission Expires: _____



SCHEDULE 1
RECORDING SCHEDULE
(SERIES 8)

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Equipment Trust Agreement dated as of September 9, 1991 between Trinity Industries Leasing Company (the "Company") and The Bank of New York, as Trustee (the "Trustee").	ICC 17520	9/10/91
Assignment dated as of September 9, 1991, between the Company and the Trustee	ICC 17520-A	9/10/91
Bill of Sale dated as of September 9, 1991, from the Company to the Trustee	ICC 17520-B	9/10/91
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas Secretary of State 173742	9/11/91; continuation filed 9/9/96;
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois Secretary of State 2893315	9/11/91; continuation filed 9/16/96; 8/6/01
Assignment dated as of December 10, 1991, between the Company and the Trustee	ICC 17520-C	12/11/91
Bill of Sale dated as of December 10, 1991, from the Company to the Trustee	ICC 17520-D	12/11/91
First Supplement to Equipment Trust Agreement dated as of December 10, 1991 from the Company to the Trustee	ICC 17520-E	12/11/91
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3450561	12/11/91; continuation filed 12/2/96
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 232706	12/11/91; continuation filed 11/25/96; Partial Release filed 5/21/01
Second Supplement to Equipment Trust Agreement dated as of February 11, 1993 from the Company to the Trustee	ICC 17520-F	2/16/93
Assignment dated as of February 11, 1993 between the Company and the Trustee	ICC 17520-G	2/16/93

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Bill of Sale dated as of February 11, 1993 from the Company to the Trustee	ICC 17520-H	2/16/93
Bill of Sale dated as of February 11, 1993 from the Trustee to the Company	ICC 17520-I	2/16/93
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3085411	2/16/93 - expired 2/16/98; refiled under 3821412 on 3/23/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 030113	2/16/93 - expired 2/16/98; refiled under 052415 on 3/16/98
Third Supplement to Equipment Trust Agreement dated as of August 30, 1993 between the Company and Trustee	ICC 17520-J	9/1/93
Assignment dated as of August 30, 1993 between the Company and the Trustee	ICC 17520-K	9/1/93
Bill of Sale dated as of August 30, 1993 from the Company to the Trustee	ICC 17520-L	9/1/93
Bill of Sale dated as of August 30, 1993 from the Trustee to the Company	ICC 17520-M	9/1/93
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3162790	9/1/93 - expired - refiled 2/19/99 under no. 3991695
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 170390	9/1/93 - expired - refiled 2/19/99 under no. 99-027795
Fourth Supplement to Equipment Trust Agreement dated as of February 16, 1994 between the Company and the Trustee	ICC 17520-N	2/23/94
Assignment dated as of February 16, 1994 between the Company and the Trustee	ICC 17520-O	2/23/94
Bill of Sale dated as of February 16, 1994 from the Company to the Trustee	ICC 17520-P	2/23/94

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Bill of Sale dated as of February 16, 1994 from the Trustee to the Company	ICC 17520-Q	2/23/94
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3224939	2/22/94; continuation filed 2/19/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 033767	2/22/94; continuation filed 2/9/99
Fifth Supplement to Equipment Trust Agreement dated as of September 22, 1994 between the Company and the Trustee	ICC 17520-R	9/28/94
Assignment dated as of September 22, 1994 between the Company and the Trustee	ICC 17520-S	9/28/94
Bill of Sale dated as of September 22, 1994 from the Company to the Trustee	ICC 17520-T	9/28/94
Bill of Sale dated as of September 22, 1994 from the Trustee to the Company	ICC 17520-U	9/28/94
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3311685	9/28/94; continuation filed 5/21/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 190463	9/28/94; continuation filed 5/24/99
Sixth Supplement to Equipment Trust Agreement dated as of September 20, 1995 between the Company and the Trustee	ICC 17520-V	9/22/95
Assignment dated as of September 20, 1995 between the Company and the Trustee	ICC 17520-W	9/22/95
Bill of Sale dated as of September 20, 1995 from the Company to the Trustee	ICC 17520-X	9/22/95
Bill of Sale dated as of September 20, 1995 from the Trustee to the Company	ICC 17520-Y	9/22/95
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3449440	9/21/95; Continuation Filed 9/20/2000

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 185604	9/22/95; Continuation Filed 9/18/2000; Terminated 5/21/01
Seventh Supplement to Equipment Trust Agreement dated as of December 21, 1995 between the Company and the Trustee	ICC 17520-Z	12/26/95
Assignment dated as of December 21, 1995 between the Company and the Trustee	ICC 17520-AA	12/26/95
Bill of Sale dated as of December 21, 1995 from the Company to the Trustee	ICC 17520-BB	12/26/95
Bill of Sale dated as of December 21, 1995 from the Trustee to the Company	ICC 17520-CC	12/26/95
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3485528	12/26/95; expired, refiled under 4327820 on 1/23/01
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 246037	12/27/95; expired, refiled under 01-012739 on 1/18/01
Eighth Supplement to Equipment Trust Agreement dated as of February 16, 1996 between the Company and the Trustee	ICC 17520-DD	2/23/96
Assignment dated as of February 16, 1996 between the Company and the Trustee	ICC 17520-EE	2/23/96
Bill of Sale dated as of February 16, 1996 from the Company to the Trustee	ICC 17520-FF	2/23/96
Bill of Sale dated as of February 16, 1996 from the Trustee to the Company	ICC 17520-GG	2/23/96
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3508655	2/23/96; Continuation Filed 1/23/01
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 96-036453	2/26/96; Continuation Filed 1/18/01; Terminated 5/21/01

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Ninth Supplement to Equipment Trust Agreement dated as of April 19, 1996 between the Company and the Trustee	ICC 17520-HH	4/24/96
Assignment dated as of April 19, 1996 between the Company and the Trustee	ICC 17520-II	4/24/96
Bill of Sale dated as of April 19, 1996 from the Company to the Trustee	ICC 17520-JJ	4/24/96
Bill of Sale dated as of April 19, 1996 from the Trustee to the Company	ICC 17520-KK	4/24/96
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3531963	4/19/96; Continuation Filed 1/23/01
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 96-079932	4/23/96; Continuation Filed 1/18/01
Tenth Supplement to Equipment Trust Agreement dated as of December 5, 1996 between the Company and the Trustee	ICC 17520-LL	12/19/96
Assignment dated as of December 5, 1996 between the Company and the Trustee	ICC 17520-MM	12/19/96
Bill of Sale dated as of December 5, 1996 from the Company to the Trustee	ICC 17520-NN	12/19/96
Bill of Sale dated as of December 5, 1996 from the Trustee to the Company	STB 17520-OO	12/19/96
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3635119	1/3/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 244116	12/11/96
Eleventh Supplement to Equipment Trust Agreement dated as of January 21, 1997 from the Company to the Trustee	STB 17520-PP	1/24/97
Assignment dated as of January 21, 1997 between the Company and the Trustee	STB 17520-QQ	1/24/97

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Bill of Sale dated as of January 21, 1997 from the Company to the Trustee	STB 17520-RR	1/24/97
Bill of Sale dated as of January 21, 1997 from the Trustee to the Company	STB 17520-SS	1/24/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3646104	1/31/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 013177	1/27/97
Twelfth Supplement to Equipment Trust Agreement dated as of July 7, 1997 from the Company to the Trustee	STB 17520-TT	7/11/97
Assignment dated as of July 7, 1997 between the Company and the Trustee	STB 17520-UU	7/11/97
Bill of Sale dated as of July 7, 1997 from the Company to the Trustee	STB 17520-VV	7/11/97
Bill of Sale dated as of July 7, 1997 from the Trustee to the Company	STB 17520-WW	7/11/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3714794	7/10/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 144767	7/10/97
Thirteenth Supplement to Equipment Trust Agreement dated as of December 19, 1997 from the Company to the Trustee	STB 17520-XX	12/31/97
Assignment dated as of December 19, 1997 between the Company and the Trustee	STB 17520-YY	12/31/97
Bill of Sale dated as of December 19, 1997 from the Company to the Trustee	STB 17520-ZZ	12/31/97
Bill of Sale dated as of December 19, 1997 from the Trustee to the Company	STB 17520-AAA	12/31/97

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3783967	12/31/97
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 264757	12/31/97; Partial Release filed 5/21/01
Fourteenth Supplement to Equipment Trust Agreement dated as of March 23, 1998 from the Company to the Trustee	STB 17520-BBB	3/26/98
Assignment dated as of March 23, 1998 between the Company and the Trustee	STB 17520-CCC	3/26/98
Bill of Sale dated as of March 23, 1998 from the Company to the Trustee	STB 17520-DDD	3/26/98
Bill of Sale dated as of March 23, 1998 from the Trustee to the Company	STB 17520-EEE	3/26/98
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 3825935	3/31/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 98-061138	3/26/98
Fifteenth Supplement to Equipment Trust Agreement dated as of May 22, 1998 from the Company to the Trustee	STB 17520-FFF	5/28/98
Assignment dated as of May 22, 1998 between the Company and the Trustee	STB 17520-GGG	5/28/98
Bill of Sale dated as of May 22, 1998 from the Company to the Trustee	STB 17520-HHH	5/28/98
Bill of Sale dated as of May 22, 1998 from the Trustee to the Company	STB 17520-III	5/28/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3857136	5/29/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 98-108942	5/28/98

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Sixteenth Supplement to Equipment Trust Agreement dated as of July 6, 1998 from the Company to the Trustee	STB 17520-JJJ	7/9/98
Assignment dated as of July 6, 1998 between the Company and the Trustee	STB 17520-KKK	7/9/98
Bill of Sale dated as of July 6, 1998 from the Company to the Trustee	STB 17520-LLL	7/9/98
Bill of Sale dated as of July 6, 1998 from the Trustee to the Company	STB 17520-MMM	7/9/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3878103	7/13/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 98-140304	7/9/98
Seventeenth Supplement to Equipment Trust Agreement dated as of December 9, 1998 from the Company to the Trustee	STB 17520-NNN	12/16/98
Assignment dated as of December 9, 1998 between the Company and the Trustee	STB 17520-OOO	12/16/98
Bill of Sale dated as of December 9, 1998 from the Company to the Trustee	STB 17520-PPP	12/16/98
Bill of Sale dated as of December 9, 1998 from the Trustee to the Company	STB 17520-QQQ	12/16/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3960751	12/18/98
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 98-251265	12/18/98
Eighteenth Supplement to Equipment Trust Agreement dated as of January 13, 1999 from the Company to the Trustee	STB 17520-RRR	01/19/99
Assignment dated as of January 13, 1999 between the Company and the Trustee	STB 17520-SSS	01/19/99

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Bill of Sale dated as of January 13, 1999 from the Company to the Trustee	STB 17520-TTT	01/19/99
Bill of Sale dated as of January 13, 1999 from the Trustee to the Company	STB 17520-UUU	01/19/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 3974184	01/19/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 99-011610	01/19/99
Nineteenth Supplement to Equipment Trust Agreement dated as of June 7, 1999 from the Company to the Trustee	STB 17520-VVV	06/10/99
Assignment dated as of June 7, 1999 between the Company and the Trustee	STB 17520-WWW	06/10/99
Bill of Sale dated as of June 7, 1999 from the Company to the Trustee	STB 17520-XXX	06/10/99
Bill of Sale dated as of June 7, 1999 from the Trustee to the Company	STB 17520-YYY	06/10/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS 4049224	06/10/99
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 99-117861	06/10/99
Twentieth Supplement to Equipment Trust Agreement dated as of December 21, 1999 from the Company to the Trustee	STB 17520-ZZZ	12/29/99
Assignment dated as of December 21, 1999 between the Company and the Trustee	STB 17520-AAAA	12/29/99
Bill of Sale dated as of December 21, 1999 from the Company to the Trustee	STB 17520-BBBB	12/29/99
Bill of Sale dated as of December 21, 1999 from the Trustee to the Company	STB 17520-CCCC	12/29/99

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4144470	01/18/00
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Texas SOS 99-257154	12/29/99; Partial Release filed 6/4/01
Twenty-First Supplement to Equipment Trust Agreement dated as of May 5, 2000 from the Company to the Trustee	STB 17520-DDDD	05/11/00
Assignment dated as of May 5, 2000 between the Company and the Trustee	STB 17520-EEEE	05/11/00
Bill of Sale dated as of May 5, 2000 from the Company to the Trustee	STB 17520-FFFF	05/11/00
Bill of Sale dated as of May 8, 2000 from the Trustee to the Company	STB 17520-GGGG	05/11/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4211917	05/18/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 00-498331	05/15/00
Twenty-Second Supplement to Equipment Trust Agreement dated as of May 30, 2000 from the Company to the Trustee	STB 17520-HHHH	06/05/00
Assignment dated as of May 30, 2000 between the Company and the Trustee	STB 17520-IIII	06/05/00
Bill of Sale dated as of May 30, 2000 from the Company to the Trustee	STB 17520-JJJJ	06/05/00
Bill of Sale dated as of May 30, 2000 from the Trustee to the Company	STB 17520-KKKK	06/05/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4223822	06/16/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 00-514091	06/05/00

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Twenty-Third Supplement to Equipment Trust Agreement dated as of July 13, 2000 from the Company to the Trustee	STB 17520-LLLL	07/18/00
Assignment dated as of July 13, 2000 between the Company and the Trustee	STB 17520-MMMM	07/18/00
Bill of Sale dated as of July 13, 2000 from the Company to the Trustee	STB 17520-NNNN	07/18/00
Bill of Sale dated as of July 13, 2000 from the Trustee to the Company	STB 17520-OOOO	07/18/00
UCC-1 Financing Statement naming the Company as Debtor and the Trustee as Secured Party	Illinois SOS #4240869	07/28/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 00-545279	07/18/00; Terminated 5/21/01
Twenty-Fourth Supplement to Equipment Trust Agreement dated as of September 5, 2000 from the Company to the Trustee	STB 17520-PPPP	09/13/00
Assignment dated as of September 5, 2000 between the Company and the Trustee	STB 17520-QQQQ	09/13/00
Bill of Sale dated as of September 5, 2000 from the Company to the Trustee	STB 17520-RRRR	09/13/00
Bill of Sale dated as of September 11, 2000 from the Trustee to the Company	STB 17520-SSSS	09/13/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4269474	09/18/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 00-586747	09/15/00; Partial Release filed 5/21/01
Twenty-Fifth Supplement to Equipment Trust Agreement dated as of September 18, 2000 from the Company to the Trustee	STB 17520-TTTT	09/22/00
Assignment dated as of September 18, 2000 between the Company and the Trustee	STB 17520-UUUU	09/22/00

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Bill of Sale dated as of September 18, 2000 from the Company to the Trustee	STB 17520-VVVV	09/22/00
Bill of Sale dated as of September 19, 2000 from the Trustee to the Company	STB 17520-WWWW	09/22/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4272955	09/26/00
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 00-591779	09/25/00
Twenty-Sixth Supplement to Equipment Trust Agreement dated as of January 18, 2001 between the Company and the Trustee	STB 17520-XXXX	01/29/01
Assignment dated as of January 18, 2001 between the Company and the Trustee	STB 17520-YYYY	01/29/01
Bill of Sale dated as of January 18, 2001 from the Company to the Trustee	STB 17520-ZZZZ	01/29/01
Bill of Sale dated as of January 23, 2001 from the Trustee to the Company	STB 17520-AAAAA	01/29/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4331370	01/30/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 01-019238	01/29/01
Twenty-Seventh Supplement to Equipment Trust Agreement dated as of March 13, 2001 between the Company and Trustee	STB 17520-BBBBB	03/19/01
Assignment dated as of March 13, 2001 between the Company and Trustee	STB 17520-CCCCC	03/19/01
Bill of Sale dated as of March 13, 2001 from the Company to the Trustee	STB 17520-DDDDD	03/19/01
Bill of Sale dated as of March 13, 2001 from the Trustee to the Company	STB 17520-EEEEEE	03/19/01

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4355242	03/19/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 01-050601	03/16/01
Twenty-Eighth Supplement to Equipment Trust Agreement dated as of March 30, 2001 between the Company and Trustee	STB 17520-FFFFF	04/06/01
Assignment dated as of March 30, 2001 between the Company and Trustee	STB 17520-GGGGG	04/06/01
Bill of Sale dated as of March 30, 2001 from the Company to the Trustee	STB 17520-HHHHH	04/06/01
Bill of Sale dated as of April 2, 2001 from the Trustee to the Company	STB 17520-IIIII	04/06/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4365151	04/05/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 01-064865	04/04/01
Twenty-Ninth Supplement to Equipment Trust Agreement dated as of May 2, 2001 between the Company and Trustee	STB 17520-JJJJJ	05/08/01
Assignment dated as of May 2, 2001 between the Company and Trustee	STB 17520-KKKKK	05/08/01
Bill of Sale dated as of May 2, 2001 from the Company to the Trustee	STB 17520-LLLLL	05/08/01
Bill of Sale dated as of May 3, 2001 from the Trustee to the Company	STB 17520-MMMMM	05/08/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4381079	05/08/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 01-090034	05/08/01

DOCUMENT NAME	JURISDICTION & FILE NO.	RECORDING DATE
Thirtieth Supplement to Equipment Trust Agreement dated as of May 21, 2001 between the Company and Trustee	STB 17520-NNNNN	05/29/01
Assignment dated as of May 21, 2001 between the Company and the Trustee	STB 17520-OOOOO	05/29/01
Bill of Sale dated as of May 21, 2001 from the Company to the Trustee	STB 17520-PPPPP	05/29/01
Bill of Sale dated as of May 21, 2001 from the Trustee to the Company	STB 17520-QQQQQ	05/29/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Illinois SOS 4390817	05/29/01
UCC-1 Financing Statement naming the Company as Debtor and Trustee as Secured Party	Texas SOS 01-102642	05/25/01

Schedule 1, Series 8.wpd

EXHIBIT A TO TERMINATION AND RELEASE
DESCRIPTION OF TRUST EQUIPMENT

EXHIBIT A

1. Railroad Car Lease Agreement, dated August 16, 1988, between Trinity Industries Leasing Company and A.E. Staley Manufacturing Company, covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	5,125 cu. ft. Covered Hopper Cars	TILX 5032, 5042

2. Railroad Car Lease Agreement, dated October 17, 1989, between Trinity Industries Leasing Company and ConAgra, Inc., covering the following described railroad cars (Partial Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	5,125 cu. ft. Covered Hopper Car	TILX 5102

3. Railroad Car Net Lease Agreement, dated February 8, 1991, between Trinity Industries Leasing Company and Liquid Carbonic Carbon Dioxide Company, covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
50	20,110 Gal. 105A500W Tank Cars	LCIX 2700-2749

4. Railroad Car Lease Agreement, dated May 7, 1990, between Trinity Industries Leasing Company and Minnesota Corn Processors, Inc., covering the following described railroad cars (Partial Riders 1 & 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
18	17,574 Gal. 111A100W1 Tank Cars	TILX 170056-170065 TILX 170067-170073 TILX 170075

5. Railroad Car Lease Agreement, dated January 22, 1991, between Trinity Industries Leasing Company and Reichhold Chemicals, Inc., covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
6	21,600 Gal. 111A100W1 Tank Cars	TILX 210000-210005

(Exhibit A continued)

Series 8

6. Railroad Car Lease Agreement, dated May 7, 1980, between Trinity Industries Leasing Company and Shell Oil Company, covering the following described railroad cars (Rider 5):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	23,589 Gal. 111A100W3 Tank Cars	TILX 260612-260616

7. Railroad Car Lease Agreement, dated May 7, 1980, between Trinity Industries Leasing Company and Shell Oil Company, covering the following described railroad cars (Rider 6):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
13	23,589 Gal. 111A100W3 Tank Cars	TILX 260617 TILX 260619-260630

8. Railroad Car Lease Agreement, dated May 7, 1980, between Trinity Industries Leasing Company and Shell Oil Company, covering the following described railroad cars (Rider 7):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	23,589 Gal. 111A100W3 Tank Cars	TILX 260631-260632 TILX 260634-260635

9. Railroad Car Lease Agreement, dated May 7, 1980, between Trinity Industries Leasing Company and Shell Oil Company, covering the following described railroad cars (Rider 8):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
18	23,589 Gal. 111A100W1 Tank Cars	TILX 260637-260654

10. Railroad Car Lease Agreement, dated August 14, 1989, between Trinity Industries Leasing Company and Texaco Refining and Marketing, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	23,589 Gal. 111A100W1 Tank Cars	TILX 260399, 260400

11. Railroad Car Lease Agreement, dated August 14, 1989, between Trinity Industries Leasing Company & Texaco Refining and Marketing, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	33,687 Gal. 105A400W Tank Car	TILX 400117

12. Railroad Car Full Service Lease Agreement, dated September 18, 1989, between Trinity Industries Leasing Company and The Alberta Gas Ethylene Company, Ltd. (name changed to Nova Cor Chemicals, Ltd.), covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
11	29,947 Gal. 111A100W1 Tank Cars	TILX 190091-190101

13. Railroad Car Full Service Lease Agreement, dated September 18, 1989, between Trinity Industries Leasing Company and The Alberta Gas Ethylene Company, Ltd. (name changed to Nova Cor Chemicals, Ltd.), covering the following described railroad cars (Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	33,687 Gal. 105J400W Tank Cars	TILX 400119, 400123

14. Railroad Car Lease Agreement, dated March 12, 1982, between Trinity Industries Leasing Company and PPG Industries, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
6	17,015 Gal. 111A100W1 Tank Cars	TILX 160100-160105

15. Railroad Car Lease Agreement, dated September 11, 1986, between Trinity Industries Leasing Company and Occidental Chemical Corporation, covering the following described railroad cars (Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	6,151 cu. ft. Covered Hopper Car	TILX 61500

(Exhibit A continued)

Series 8

16. Railroad Car Lease Agreement, dated July 15, 1988, between Trinity Industries Leasing Company and Olin Corporation, covering the following described railroad cars (Partial Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	23,589 Gal. 111A100W1 Tank Car	TILX 260406

17. Railroad Car Lease Agreement, dated February 18, 1991, between Trinity Industries Leasing Company and Rhone-Poulenc Ag Company, covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	23,589 Gal. 111A100W1 Tank Cars	TILX 260608-260611

18. Railroad Car Lease Agreement, dated August 25, 1997, between Trinity Industries Leasing Company and C & T/Quincy Foods L.L.C., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	25,498 Gal. 111A100W1 Tank Cars	TILX 250204-250207

19. Railroad Car Net Lease Agreement, dated October 23, 1987, between Trinity Industries Leasing Company and The Dow Chemical Company, covering the following described railroad cars (Rider 12):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	21,330 Gal. 105A600W Tank Cars	DOWX 80134-80148

20. Railroad Car Lease Agreement, dated November 22, 1991, between Trinity Industries Leasing Company and Novus International, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
8	20,413 Gal. 111A100W1 Tank Cars	TILX 220017-220019 TILX 220021-220025

21. Railroad Car Lease Agreement, dated March 12, 1982, between Trinity Industries Leasing Company and PPG Industries, Inc., covering the following described railroad cars (Partial Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
23	17,015 Gal. 111A100W2 Tank Cars	TILX 160106-160111 TILX 160113-160122 TILX 160124-160130

22. Railroad Car Lease Agreement, dated July 1, 1987, between Trinity Industries Leasing Company and Union Carbide Corporation, covering the following described railroad cars (Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	20,408 Gal. 105J300W Tank Cars	TILX 400160-400164

23. Railroad Car Lease Agreement, dated May 16, 1991, between Trinity Industries Leasing Company and Eka Nobel, Inc., covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	21,000 Gal. 111A100W6 Tank Cars	TILX 200040-200054

24. Railroad Car Lease Agreement, dated October 1, 1990, between Trinity Industries Leasing Company and Mobil Oil Corporation, covering the following described railroad cars (Partial Riders 2 and 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
20	33,687 Gal. 112J340W Tank Cars	TILX 300849, 300852, 300854 TILX 300856-300858, 300861-300862 TILX 300865-300866, 300868, 300870 TILX 300872-300873, 300877-300879 TILX 300892-300893, 300895

25. Railroad Car Lease Agreement, dated October 1, 1990, between Trinity Industries Leasing Company and Mobil Oil Corporation, covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
24	33,693 Gal. 112J340W Tank Cars	TILX 300824-300847

(Exhibit A continued)

Series 8

26. Railroad Car Lease Agreement, dated October 1, 1990, between Trinity Industries Leasing Company and Mobil Oil Corporation, covering the following described railroad cars (Partial Riders 2 and 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	33,687 Gal. 112J340W Tank Cars	TILX 300917, 300919 TILX 300920

27. Railroad Car Lease Agreement, dated October 1, 1990, between Trinity Industries Leasing Company and Mobil Oil Corporation, covering the following described railroad cars (Partial Riders 2 & 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	33,687 Gal. 112J340W Tank Cars	TILX 300901, 300907 TILX 300918

28. Railroad Car Lease Agreement, dated May 16, 1991, between Trinity Industries Leasing Company and Eka Nobel, Inc., covering the following described railroad cars (Partial Rider 12):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	21,000 Gal. 111A100W6 Tank Car	TILX 200088

29. Railroad Car Lease Agreement, dated June 24, 1992, between Trinity Industries Leasing Company and Windsor Chemicals, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	23,589 Gal. 111A100W1 Tank Cars	TILX 260797-260800

30. Railroad Car Lease Agreement, dated December 21, 1979, between Trinity Industries Leasing Company and Farmland Industries, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
26	14,300 Gal. 111A100W1 Tank Cars	TILX 150000-150025

31. Master Car Lease Agreement, dated August 1, 1995, between Trinity Industries Leasing Company and White Springs Agricultural Chemicals, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	14,298 Gal. 111A100W1 Tank Car	TILX 150085

32. Railroad Car Net Lease Agreement, dated May 20, 1985, between Trinity Industries Leasing Company and Cargill, Inc., covering the following described railroad cars (Partial Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
43	17,604 Gal. 111A100W3 Tank Cars	CRGX 6043-6054, 6057-6071 CRGX 6073-6088

33. Railroad Car Lease Agreement, dated October 13, 1994, between Trinity Industries Leasing Company and Murex, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
24	30,000 Gal. 111A100W1 Tank Cars	TILX 190000-190007 TILX 190009-190024

34. Railroad Car Lease Agreement, dated August 3, 1990, between Trinity Industries Leasing Company and Dakota Gasification Company, covering the following described railroad cars (Partial Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	23,635 Gal. 111A100W1 Tank Cars	TILX 260228-260230 TILX 260233

35. Railroad Car Lease Agreement, dated May 17, 1979, between Trinity Industries Leasing Company and Excel Corporation, a wholly-owned subsidiary of Cargill, Inc., covering the following described railroad cars (Partial Rider 17):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
32	23,500 Gal. 111A100W1 Tank Cars	TILX 260332, 260334, 260336-260337 TILX 260340-260342, 260344-260349 TILX 360351-260352, 260354, 260356 TILX 260358-260360, 260363-260364 TILX 260367, 260369, 260371-260373 TILX 260375, 260376, 260378-260380

36. Railroad Car Net Lease Agreement, dated December 13, 1994, between Trinity Industries Leasing Company and South Orient Railway Company, covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	70-Ton Lo Spine Cars	SO 1000-1004

37. Railroad Car Full Service Lease Agreement, dated January 21, 1981, between Trinity Industries Leasing Company and NOVA Investments (U.S.) Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
28	34,000 Gal. 112J340W Tank Cars	TILX 300265-300269, 300271 TILX 300273-300280, 300282-300286 TILX 300288-300289, 300291 TILX 300293-300298

38. Railroad Car Lease Agreement, dated April 10, 1996, between Trinity Industries Leasing Company and Mark VII Logistics Services, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	5,125 cu. ft. Lo Covered Hopper Cars	TILX 5523-5532 TILX 5534-5538

(Exhibit A continued)

Series 8

39. Railroad Car Lease Agreement, dated July 10, 1989, between Trinity Industries Leasing Company and ADM Transportation Company, covering the following described railroad cars (Partial Rider 14):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
22	5,161 cu. ft. Lo Covered Hopper Cars	ADMX 49286-49307

40. Railroad Car Lease Agreement, dated July 10, 1989, between Trinity Industries Leasing Company and ADM Transportation Company, covering the following described railroad cars (Partial Rider 8):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	5,191 cu. ft. Lo Covered Hopper Cars	TIMX 1013

41. Railroad Car Net Lease Agreement, dated April 13, 1983, between Trinity Industries Leasing Company and A.E. Staley Manufacturing Company, covering the following described railroad cars (Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
6	17,641 Gal. 111A100W3 Tank Cars	STMX 600-605

42. Railroad Car Lease Agreement, dated October 30, 1995, between Trinity Industries Leasing Company and Koch Refining Company, L.P., covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	29,947 Gal. 111A100W1 Tank Cars	TILX 190315-190318

43. Railroad Car Full Service Lease Agreement, dated June 4, 1984, between Trinity Industries Leasing Company and Nova Energy Systems, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
29	29,947 Gal. 111A100W1 Tank Cars	TILX 190051-190066, 190068-190073 TILX 19075, 190077-190082

44. Railroad Car Lease Agreement, dated April 10, 1996, between Trinity Industries Leasing Company and Mark VII Logistics Services, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	5,125 cu. ft. Lo Covered Hopper Cars	TILX 5539-5542

45. Railroad Car Lease Agreement, dated July 15, 1988, between Trinity Industries Leasing Company and Olin Corporation, covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	16,664 Gal. 111A100W1 Tank Cars	TILX 160018, 160054

46. Railroad Car Lease Agreement, dated March 12, 1982, between Trinity Industries Leasing Company and PPG Industries, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	17,015 Gal. 111A100W1 Tank Cars	TILX 160056, 160057

47. Master Car Lease Agreement, dated August 1, 1995, between Trinity Industries Leasing Company and White Springs Agricultural Chemicals, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	14,298 Gal. 111A100W1 Tank Car	TILX 150099

48. Master Car Lease Agreement, dated August 1, 1995, between Trinity Industries Leasing Company and White Springs Agricultural Chemicals, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
29	14,298 Gal. 111A100W1 Tank Cars	TILX 150040, 150051-150052 TILX 150055-150059 TILX 150061, 150063-150082

49. Railroad Car Net Lease Agreement, dated May 18, 1983, between Trinity Industries Leasing Company and AMOCO Minerals Company (assigned to Cyprus Mines Corporation), assumed in part by E.C.C. America, Inc., covering the following described railroad cars (Partial Riders 1 and 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	14,100 Gal. 111A100W1 Tank Cars	ECPX 14016, 14017, 14023 ECPX 14025, 14027-14029 ECPX 14032, 14034-14040

50. Railroad Car Lease Agreement, dated September 14, 1987, between Trinity Industries Leasing Company and Stauffer Chemical Company (acquired by Rhone-Poulenc Basic Chemicals Co.), covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
2	13,946 Gal. 111A100W2 Tank Cars	TILX 100359, 100361

51. Railroad Car Lease Agreement, dated August 3, 1995, between Trinity Industries Leasing Company and Arcadian Fertilizer L.P., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
8	18,372 Gal. 111A60W7 Tank Cars	TILX 200119-200124 TILX 200126, 200127

52. Railroad Car Net Lease Agreement, dated January 1, 1997, between Trinity Industries Leasing Company and Montell North America, covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
12	6,221 cu. ft. Lo Covered Hopper Cars	MLLX 97579-97590

53. Railroad Car Lease Agreement, dated August 25, 1997, between Trinity Industries Leasing Company and C & T/Quincy Foods, covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
11	25,498 Gal. 111A100W1 Tank Cars	TILX 250193-250203

(Exhibit A continued)

Series 8

54. Railroad Car Lease Agreement, dated August 16, 1988, between Trinity Industries Leasing Company and A.E. Staley Manufacturing Company, covering the following described railroad cars (Rider 4A):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
14	17,604 Gal. 111A100W3 Tank Cars	TIMX 83101, 83102 TIMX 83104-83107 TIMX 83109-83116

55. Railroad Car Lease Agreement, dated September 27, 1996, between Trinity Industries Leasing Company and Air Liquide America Corporation, covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	20,110 Gal. 105A500W Tank Cars	TILX 400410-400412

56. Railroad Car Lease Agreement, dated September 28, 1979, between Trinity Industries Leasing Company and E.I. Dupont de Nemours & Company, covering the following described railroad cars (Rider 8):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	20,500 Gal. 111A100W5 Tank Cars	TILX 110065-110069

57. Railroad Car Lease Agreement, dated March 7, 1983, between Trinity Industries Leasing Company and IBP, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
26	23,635 Gal. 111A100W1 Tank Cars	IBPX 024027-024047 IBPX 024049-024053

58. Railroad Car Net Lease Agreement, dated March 7, 1983, between Trinity Industries Leasing Company and IBP, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
28	23,635 Gal. 111A100W1 Tank Cars	IBPX 260003, 260005, 260006, 260009 IBPX 260010, 260012, 260014-260018 IBPX 260020, 260021, 260024-260026 IBPX 260028, 260029, 260032 IBPX 260035-260037, 260039, 260040 IBPX 260043, 260044, 260046, 260047

59. Railroad Car Lease Agreement, dated May 16, 1991, between Trinity Industries Leasing Company and EKA Nobel, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	21,000 Gal. 111A100W6 Tank Cars	TILX 200085, 200087 TILX 200089

60. Railroad Car Lease Agreement, dated December 21, 1979, between Trinity Industries Leasing Company and Farmland Industries, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
14	14,300 Gal. 111A100W1 Tank Cars	TILX 150026-150039

61. Railroad Car Lease Agreement, dated April 10, 1996, between Trinity Industries Leasing Company and Mark VII Logistics Services, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	5,125 cu. ft. Lo Covered Hopper Cars	TILX 005543-005546

62. Railroad Car Lease Agreement, dated July 15, 1988, between Trinity Industries Leasing Company and Olin Corporation, covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
52	16,664 Gal. 111A100W1 Tank Cars	TILX 160000, 160002-160015 TILX 160017, 160019-160053 TILX 160055

63. Railroad Car Lease Agreement, dated November 12, 1992, between Trinity Industries Leasing Company and Sulconam, Inc., covering the following described railroad cars (Partial Rider 2):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	13,818 Gal. 111A100W1 Tank Cars	TILX 135350-135364

64. Railroad Car Lease Agreement, dated April 15, 1988, between Trinity Industries Leasing Company and Dow Chemical Company, covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	5,850 cu. ft. Lo Covered Hopper Cars	TILX 58013-58015

65. Railroad Car Lease Agreement, dated May 17, 1979, between Trinity Industries Leasing Company and Cargill, Inc., covering the following described railroad cars (Partial Rider 16):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
31	20,110 Gal. 105A500W Tank Cars	TILX 400361-400377 TILX 400379-400392

66. Railroad Car Lease Agreement, dated July 15, 1988, between Trinity Industries Leasing Company and Olin Corporation, covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	17,368 Gal. 105J500W Tank Cars	TILX 400114-400116

67. Railroad Car Lease Agreement, dated March 11, 1992, between Trinity Industries Leasing Company and Kinetic Resources LPG, covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
3	34,000 Gal. 112J340W Tank Cars	TILX 300330-300332

68. Master Rail Lease Agreement, dated August 12, 1998, between Trinity Industries Leasing Company and ConAgra, Inc., covering the following described railroad cars (Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
84	25,498 Gal. 111A100W1 Tank Cars	CAGX 980000-980083

69. Railroad Car Lease Agreement, dated May 16, 1991, between Trinity Industries Leasing Company and Akzo Nobel, Inc., covering the following described railroad cars (Rider 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
12	21,000 Gal. 111A100W6 Tank Cars	TILX 200162-200173

70. Railroad Car Lease Agreement, dated May 16, 1991, between Trinity Industries Leasing Company and EKA Nobel, Inc. (now known as EKA Chemicals Inc.), covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	21,000 Gal. 111A100W6 Tank Car	TILX 200147

71. Railroad Car Net Lease Agreement, dated July 8, 1999, between Trinity Industries Leasing Company and Farmers Grain Dealers, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
8	5,161 cu. ft. Lo Covered Hopper Cars	TILX 311101, 311103, 311104 TILX 311105, 311107, 311111 TILX 311115, 311119

72. Railroad Car Lease Agreement, dated July 8, 1999, between Trinity Industries Leasing Company and Farmers Grain Dealers, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
28	5,161 cu. ft. Lo Covered Hopper Cars	TILX 311121, 311126, 311132, 311133 TILX 311136, 311140, 311141, 311144 TILX 311151, 311153-311155, 311158 TILX 311161, 311162, 311165, 311167 TILX 311169-311171, 311173, 311174 TILX 311176, 311178-311181, 311183

73. Railroad Car Lease Agreement, dated July 10, 1989, between Trinity Industries Leasing Company and ADM Transportation Company, covering the following described railroad cars (Partial Rider 13):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
84	5,161 cu. ft. Lo Covered Hopper Cars	ADMX 49101-49160 ADMX 49162-49185

74. Railroad Car Net Lease Agreement, dated July 8, 1999, between Trinity Industries Leasing Company and Farmers Grain Dealers, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
22	5,161 cu. ft. Lo Covered Hopper Cars	TILX 515006-515027

75. Railroad Car Lease Agreement, dated August 3, 1995, between Trinity Industries Leasing Company and PCS Nitrogen (formerly Arcadian Fertilizer), covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
12	18,372 Gal. 111A100W7 Tank Cars	TILX 200090-200101

76. Railroad Car Lease Agreement, dated July 10, 1989, between Trinity Industries Leasing Company and ADM Transportation Company, covering the following described railroad cars (Partial Rider 13):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
1	5,161 cu. ft. Lo Covered Hopper Cars	ADMX 49070

77. Railroad Car Lease Agreement, dated August 3, 1995, between Trinity Industries Leasing Company and PCS Nitrogen (formerly Arcadian Fertilizer), covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
16	18,372 Gal. 111A100W7 Tank Cars	TILX 200102-200112 TILX 200114-200118

78. Railroad Car Lease Agreement, dated November 9, 1998, between Trinity Industries Leasing Company and Transammonia, Inc., covering the following described railroad cars (Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
100	13,818 Gal. 111A100W1 Tank Cars	TILX 135520-135619

79. Railroad Car Lease Agreement, dated July 11, 1991, between Trinity Industries Leasing Company and Celtran, Inc., a subsidiary of Hoechst Celanese Corporation, covering the following described railroad cars (Partial Riders 3 & 4):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
8	30,000 Gal. 111A100W1 Tank Cars	TILX 190033-190036 TILX 190038-190039 TILX 190043, 190045

80. Railroad Car Lease Agreement, dated August 14, 1989, between Trinity Industries Leasing Company and Texaco Refining and Marketing, Inc., covering the following described railroad cars (Partial Rider 3):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	33,687 Gal. 105A400W Tank Cars	TILX 400121, 400122 TILX 400124-400126

81. Railroad Car Net Lease Agreement, dated August 9, 1984, between Trinity Industries Leasing Company and Minnesota Corn Processors, Inc., covering the following described railroad cars (Partial Rider 1):

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
20	17,641 Gal. 111A100W3 Tank Cars	MNCX 1000-1019

**EXHIBIT B TO TERMINATION AND RELEASE
DESCRIPTION OF EXISTING LEASES**

EXHIBIT B
DESCRIPTION OF TRUST EQUIPMENT

	<u>Quantity and Type</u>	<u>Class</u>	<u>Capacity</u>	<u>Initialed Car Numbers</u>	<u>Earliest Service</u>
1.	2 Hopper Cars	Lo	5,125 cu. ft.	TILX 5032, 5042	04/90
2.	1 Hopper Car	Lo	5,125 cu. ft.	TILX 5102	11/90
3.	50 Tank Cars	105A500W	20,110 Gal.	LCIX 2700-2749	05/91
4.	18 Tank Cars	111A100W1	17,574 Gal.	TILX 170056-170065 TILX 170067-170073, 170075	12/89
5.	6 Tank Cars	111A100W	21,600 Gal.	TILX 210000-210005	07/91
6.	5 Tank Cars	111A100W3	23,589 Gal.	TILX 260612-260616	05/91
7.	13 Tank Cars	111A100W3	23,589 Gal.	TILX 260617, 260619-260630	06/91
8.	4 Tank Cars	111A100W3	23,589 Gal.	TILX 260631-260632 TILX 260634-260635	06/91
9.	18 Tank Cars	111A100W1	23,589 Gal.	TILX 260637-260654	05/91
10.	2 Tank Cars	111A100W1	23,589 Gal.	TILX 260399-260400	09/89
11.	1 Tank Car	105A400W	33,687 Gal.	TILX 400117	08/90
12.	11 Tank Cars	111A100W1	29,947 Gal.	TILX 190091-190101	11/89
13.	2 Tank Cars	105J400W	33,687 Gal.	TILX 400119, 400123	08/90
14.	6 Tank Cars	111A100W1	17,015 Gal.	TILX 160100-160105	06/89
15.	1 Hopper Car	Lo	6,151 cu. ft.	TILX 61500	12/90
16.	1 Tank Car	111A100W1	23,589 Gal.	TILX 260406	02/90
17.	4 Tank Cars	111A100W1	23,589 Gal.	TILX 260608-260611	04/91
18.	4 Tank Cars	111A100W1	25,498 Gal.	TILX 250204-250207	09/97
19.	15 Tank Cars	105A600W	21,330 Gal.	DOWX 80134-80148	09/91

(Exhibit B continued)

Series 8

20.	8 Tank Cars	111A100W1	20,413 Gal.	TILX 220017-220019 TILX 220021-220025	12/91
21.	23 Tank Cars	111A100W2	17,015 Gal.	TILX 160106-160111 TILX 160113-160122 TILX 160124-160130	11/91
22.	5 Tank Cars	105J300W	20,408 Gal.	TILX 400160-400164	02/92
23.	15 Tank Cars	111A100W6	21,000 Gal.	TILX 200040-200054	11/91
24.	20 Tank Cars	112J340W	33,687 Gal.	TILX 300849, 300852, 300854 TILX 300856-300858 TILX 300861-300862 TILX 300865-300866, 300868 TILX 300870, 300872-300873 TILX 300877-300879 TILX 300892-300893, 300895	01/92
25.	24 Tank Cars	112J340W	33,693 Gal.	TILX 300824-300847	11/91
26.	3 Tank Cars	112J340W	33,687 Gal.	TILX 300917, 300919, 300920	01/92
27.	3 Tank Cars	112J340W	33,687 Gal.	TILX 300901, 300907, 300918	01/92
28.	1 Tank Car	111A100W6	21,000 Gal.	TILX 200088	07/93
29.	4 Tank Cars	111A100W1	23,589 Gal.	TILX 260797-260800	07/93
30.	26 Tank Cars	111A100W1	14,300 Gal.	TILX 150000-150025	10/93
31.	1 Tank Car	111A100W1	14,298 Gal.	TILX 150085	11/95
32.	43 Tank Cars	111A100W3	17,604 Gal.	CRGX 6043-6054, 6057-6071 CRGX 6073-6088	05/81
33.	24 Tank Cars	111A100W1	30,000 Gal.	TILX 190000-190007 TILX 190009-190024	01/80
34.	4 Tank Cars	111A100W1	23,635 Gal.	TILX 260228-260230, 260233	01/81

(Exhibit B continued)

Series 8

35.	32 Tank Cars	111A100W1	23,500 Gal.	TILX 260332, 260334 TILX 260336-260337 TILX 260340-260342 TILX 260344-260349 TILX 260351-260352, 260354 TILX 260356, 260358-260360 TILX 260363-260364, 260367 TILX 260369, 260371-260373 TILX 260375, 260376 TILX 260378-260380	12/82
36.	5 Spine Cars	Lo	70-Ton	SO 1000-1004	12/94
37.	28 Tank Cars	112J340W	34,000 Gal.	TILX 300265-300269, 300271 TILX 300273-300280 TILX 300282-300286 TILX 300288-300289 TILX 300291, 300293-300298	01/80
38.	15 Hopper Cars	Lo	5,125 cu. ft.	TILX 5523-5532, 5534-5538	08/96
39.	22 Hopper Cars	Lo	5,161 cu. ft.	ADMX 49286-49307	09/96
40.	1 Hopper Car	Lo	5,191 cu. ft.	TIMX 1013	08/96
41.	6 Tank Cars	111A100W3	17,641 Gal.	STMX 600-605	08/84
42.	4 Tank Cars	111A100W1	29,947 Gal.	TILX 190315-190318	11/95
43.	29 Tank Cars	111A100W1	29,947 Gal.	TILX 190051-190066 TILX 190068-190073, 190075 TILX 190077-190082	12/84
44.	4 Hopper Cars	Lo	5,125 cu. ft.	TILX 5539-5542	08/96
45.	2 Tank Cars	111A100W1	16,664 Gal.	TILX 160018, 160054	10/88
46.	2 Tank Cars	111A100W1	17,015 Gal.	TILX 160056, 160057	06/89
47.	1 Tank Car	111A100W1	14,298 Gal.	TILX 150099	11/95
48.	29 Tank Cars	111A100W1	14,298 Gal.	TILX 150040, 150051-150052 TILX 150055-150059, 150061 TILX 150063-150082	03/94

(Exhibit B continued)

Series 8

49.	15 Tank Cars	111A100W1	14,100 Gal.	ECPX 14016, 14017, 14023 ECPX 14025, 14027-14029 ECPX 14032, 14034-14040	12/83
50.	2 Tank Cars	111A100W2	13,946 Gal.	TILX 100359, 100361	03/89
51.	8 Tank Cars	111A60W7	18,372 Gal.	TILX 200119-200124 TILX 200126, 200127	10/95
52.	12 Hopper Cars	Lo	6,221 cu. ft.	MLLX 97579-97590	03/97
53.	11 Tank Cars	111A100W1	25,498 Gal.	TILX 250193-250203	09/97
54.	14 Tank Cars	111A100W3	17,604 Gal.	TIMX 83101, 83102 TIMX 83104-83107, 83109-83116	06/83
55.	3 Tank Cars	105A500W	20,110 Gal.	TILX 400410-400412	03/97
56.	5 Tank Cars	111A100W5	20,500 Gal.	TILX 110065-110069	07/93
57.	26 Tank Cars	111A100W1	23,635 Gal.	IBPX 024027-024047 IBPX 024049-024053	05/83
58.	28 Tank Cars	111A100W1	23,635 Gal.	IBPX 260003, 260005, 260006 IBPX 260009, 260010, 260012 IBPX 260014-260018, 260020 IBPX 260021, 260024-260026 IBPX 260028, 260029, 260032 IBPX 260035-260037, 260039 IBPX 260040, 260043, 260044 IBPX 260046, 260047	12/79
59.	3 Tank Cars	111A100W6	21,000 Gal.	TILX 200085, 200087, 200089	06/93
60.	14 Tank Cars	111A100W1	14,300 Gal.	TILX 150026-150039	11/93
61.	4 Hopper Cars	Lo	5,125 cu. ft.	TILX 005543-005546	11/96
62.	52 Tank Cars	111A100W1	16,664 Gal.	TILX 160000, 160002-160015 TILX 160017, 160019-160053 TILX 160055	07/88
63.	15 Tank Cars	111A100W1	13,818 Gal.	TILX 135350-135364	11/93
64.	3 Hopper Cars	Lo	5,850 cu. ft.	TILX 58013-58015	12/88

(Exhibit B continued)

Series 8

65.	31 Tank Cars	105A500W	20,110 Gal.	TILX 400361-400377 TILX 400379-400392	05/95
66.	3 Tank Cars	105J500W	17,368 Gal.	TILX 400114-400116	07/88
67.	3 Tank Cars	112J340W	34,000 Gal.	TILX 300330-300332	02/80
68.	84 Tank Cars	111A100W1	25,498 Gal.	CAGX 980000-980083	06/98
69.	12 Tank Cars	111A100W6	21,000 Gal.	TILX 200162-200173	07/98
70.	1 Tank Car	111A100W6	21,000 Gal.	TILX 200147	07/96
71.	8 Hopper Cars	Lo	5,161 cu. ft.	TILX 311101, 311103, 311104 TILX 311105, 311107, 311111 TILX 311115, 311119	10/96
72.	28 Hopper Cars	Lo	5,161 cu. ft.	TILX 311121, 311126, 311132 TILX 311133, 311136, 311140 TILX 311141, 311144, 311151 TILX 311153-311155, 311158 TILX 311161, 311162, 311165 TILX 311167, 311169-311171 TILX 311173, 311174, 311176 TILX 311178-311181, 311183	10/96
73.	84 Hopper Cars	Lo	5,161 cu. ft.	ADMX 49101-49160 ADMX 49162-49185	08/96
74.	22 Hopper Cars	Lo	5,161 cu. ft.	TILX 515006-515027	10/96
75.	12 Tank Cars	111A100W7	18,372 Gal.	TILX 200090-200101	09/95
76.	1 Hopper Car	Lo	5,161 cu. ft.	ADMX 49070	09/96
77.	16 Tank Cars	111A100W7	18,372 Gal.	TILX 200102-200112 TILX 200114-200118	09/95
78.	100 Tank Cars	111A100W1	13,818 Gal.	TILX 135520-135619	11/00
79.	8 Tank Cars	111A100W1	30,000 Gal.	TILX 190033-190036 TILX 190038-190039 TILX 190043, 190045	03/84
80.	5 Tank Cars	105A400W	33,687 Gal.	TILX 400121, 400122 TILX 400124-400126	08/90